UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK	V
In re:	: Chapter 11
MPM Silicones, LLC, et al.,	: Case No. 14–22503 (RDD)
Debtors.	: (Jointly Administered)
U.S. Bank National Association, as Indenture Trustee,	-X :
Plaintiff,	: :
-against-	: Adv. Proc. No. 14–08238 (RDD)
Wilmington Savings Fund Society, FSB, as Indenture Trustee; Momentive Performance Materials, Inc.; Juniper Bond Holdings I LLC; Juniper Bond Holdings II LLC; Juniper Bond Holdings IV LLC; Momentive Performance Materials China SPV Inc.; Momentive Performance Materials Holdings Inc.; Momentive Performance Materials Quartz, Inc.; Momentive Performance Materials South America Inc.; Momentive Performance Materials USA Inc.; Momentive Performance Materials Worldwide Inc.; and MPM Silicones, LLC,	: : : : : : : : : : : : : : : : : : :
Defendants.	: : -X

NOTICE OF APPEAL OF U.S. BANK NATIONAL ASSOCIATION AS INDENTURE <u>TRUSTEE FROM CONFIRMATION ORDER</u>

PLEASE TAKE NOTICE that U.S. Bank National Association as indenture trustee ("U.S. Bank") hereby appeals to the United States District Court for the Southern District of New York under 28 U.S.C. § 158(a)(1) and Fed. R. Bankr. P. 8001(a) the order of the United States Bankruptcy Court for the Southern District of New York titled Findings Of Fact, Conclusions Of Law And Order (I) Confirming Joint Chapter 11 Plan Of Reorganization For Momentive Performance Materials, Inc. And Its Affiliated Debtors; And (II) Adjudicating Certain Adversary Proceedings entered on September 11, 2014 (the "Order"), which Order

confirmed the Debtors' chapter 11 Plan in the above-entitled bankruptcy case, overruled the objection of U.S. Bank, and entered judgment for the defendants in *U.S. Bank Nat'l Assoc. v. Wilmington Savs. Fund Society (In re MPM Silicones, LLC, et al.)*, Adv. Pro. No. 14-08238. A copy of the Order is attached hereto as <u>Exhibit A</u>; and

PLEASE TAKE FURTHER NOTICE that the names of all parties to the Order appealed from and the names, addresses, and telephone numbers of their respective attorneys are set forth below:

Momentive Performance Materials Inc.,

et al.

Matthew A. Feldman Rachel C. Strickland Jennifer J. Hardy

Willkie Farr & Gallagher LLP

787 Seventh Avenue

New York, New York 10019

(212) 728-8000

Wilmington Savings Fund Society, FSB,

as successor indenture trustee

Seth H. Lieberman Patrick Sibley

Pryor Cashman LLPSeven Times Square

New York, New York 10036 Telephone: (212) 421-4100

Ad Hoc Committee of Second Lien

Noteholders

Dennis F. Dunne Samuel A. Khalil Michael L. Hirschfeld

Milbank, Tweed, Hadley & McCloy LLP

1 Chase Manhattan Plaza New York, New York 10005 Telephone: (212) 530-5000

Apollo Management, LLC and certain of

its affiliated funds

Ira S. Dizengoff Philip C. Dublin Abid Qureshi Deborah J. Newman

Akin Gump Strauss Hauer & Feld LLP

One Bryant Park

New York, New York 10036 Telephone: (212) 872-1000

Official Committee of Unsecured

Creditors

Lee R. Bogdanoff Whitman L. Holt Kenneth N. Klee

Klee Tuchin Bogdanoff & Stern LLP 1999 Avenue of the Stars, 39th Floor Los Angeles, California 90067 Telephone: (310) 407-4000

United States Trustee Brian Shoichi Masumoto

Richard Fox

Office Of The United States Trustee

33 Whitehall Street, 21st Floor New York, New York 10004 Telephone: (212) 510-0500 BOKF N.A., as First Lien Successor Trustee

Michael J. Sage Brian E. Greer Mauricio A. España **Dechert LLP**

1095 Avenue of the Americas New York, New York 10036 Telephone: (212) 698-3500

Jeffrey M. Reisner Alan J. Friedman Michael H. Strub, Jr. Irell & Manella LLP

840 Newport Center Drive, Suite 400 Newport Beach, California 92660 Telephone: (949) 760-5130

Wilmington Trust, N.A., as trustee

Mark Somerstein Mark I. Bane

Ropes & Gray LLP

1211 Avenue of the Americas New York, New York 10036 Telephone: (212) 596-9000

Stephen Moeller-Sally **Ropes & Gray LLP** Prudential Tower 800 Boylston Street

Boston, Massachusetts 02199 Telephone: (617) 951-7000 Dated: New York, New York September 11, 2014 QUINN EMANUEL URQUHART & SULLIVAN, LLP

/s/ Susheel Kirpalani
Susheel Kirpalani
Benjamin I. Finestone
David L. Elsberg
Robert Loigman
51 Madison Avenue, 22nd Floor
New York, New York 10010
Telephone: (212) 849-7000
Facsimile: (212) 849-7100
susheelkirpalani@quinnemaunel.com
benjaminfinestone@quinnemaunel.com
davidelsberg@quinnemanuel.com
robertloigman@quinnemanuel.com

K. John Shaffer
Matthew R. Scheck
865 S. Figueroa St., 10th Floor
Los Angeles, California 90017
Telephone: (213) 443-3000
Facsimile: (213) 443-3100
johnshaffer@quinnemanuel.com
matthewscheck@quinnemanuel.com

- and -

MASLON EDELMAN BORMAN & BRAND, LLP Clark Whitmore
Ana Chilingarishvili
3300 Wells Fargo Center
90 South Seventh Street
Minneapolis, Minnesota 55402
Telephone: (612) 672-8200
Facsimile: (612) 672-8397
clark.whitmore@maslon.com
ana.chilingarishvili@maslon.com

Attorneys for U.S. Bank National Association, as Indenture Trustee